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Attorneys for Defendant

Bankrate, Inc.

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF NEW JERSEY**

BANXCORP,

Plaintiff,

vs.

BANKRATE, INC.,

Defendant.

Civil Action No. 07-3398

Hon. Kevin McNulty, U.S.D.J.

**CERTIFICATION OF
R. SCOTT THOMPSON, ESQ.
[DATED APRIL 11, 2013]**

I, R. Scott Thompson, Esq., of full age, being duly sworn according to law, do state:

1. I am an attorney-at-law of the State of New Jersey and a Partner at Lowenstein Sandler LLP, attorneys for Defendant Bankrate, Inc. ("Bankrate") in the referenced matter.

2. I offer this certification in support of Bankrate's Brief in Opposition to BanxCorp's Motion for Summary Judgment as well as in support of

Bankrate's motion to strike the report and opinions of Stan V. Smith, BanxCorp's damages expert.

3. A true and correct copy of "Plaintiff's 2nd Amended Responses and Objections to Defendant's First Set of Interrogatories," dated February 7, 2011 and served by BanxCorp is attached as **Exhibit 1**.

4. A true and correct copy of "Plaintiff's Responses to Defendant's First Set of Requests for Admission," dated December 6, 2010 and served by BanxCorp is attached as **Exhibit 2**.

5. A true and correct copy of "Plaintiff's 2nd Amended Responses and Objections to Defendant's Second Set of Requests for Admission," dated April 21, 2011 and served by BanxCorp is attached as **Exhibit 3**.

6. A true and correct excerpted copy of Bankrate's Form 10-K filed with the SEC for the fiscal year ended December 31, 2000 produced by BanxCorp is attached as **Exhibit 4**.

7. A true and correct excerpted copy of QuinStreet's Form 10-K filed with the SEC for the fiscal year ended June 30, 2012 as found on the SEC's website is attached as **Exhibit 5**.

8. A true and correct excerpted copy of Zillow's Form 10-K filed with the SEC for the fiscal year ended December 31, 2012 as found on the SEC's website is attached as **Exhibit 6**.

9. A true and correct excerpted copy of TheStreet, Inc.'s Form 10-K filed with the SEC for the fiscal year ended December 31, 2011 as found on the SEC's website is attached as **Exhibit 7**.

10. A true and correct excerpted copy of Ancestry.com Inc.'s Form 10-K filed with the SEC for the fiscal year ended December 31, 2011 as found on the SEC's website is attached as **Exhibit 8**.

11. A true and correct excerpted copy of LinkedIn Corporation's Form 10-K filed with the SEC for the fiscal year ended December 31, 2011 as found on the SEC's website is attached as **Exhibit 9**.

12. A true and correct excerpted copy of OpenTable, Inc.'s Form 10-K filed with the SEC for the fiscal year ended December 31, 2011 as found on the SEC's website is attached as **Exhibit 10**.

13. A true and correct excerpted transcript of the January 28, 2011 hearing before the Honorable Madeline Cox Arleo, U.S.M.J., is attached as **Exhibit 11**.

14. A true and correct copy of a July 25, 2005 internal Bankrate e-mail attaching an earnings call script regarding the second quarter of 2005 is attached as **Exhibit 12**.

15. A true and correct copy of a January 2, 2007 e-mail chain between Bob Harris of LendingTree and Thomas Evans of Bankrate produced by LendingTree is attached as **Exhibit 13**.

16. A true and correct copy of a January 1, 2007 LendingTree e-mail chain produced by LendingTree is attached as **Exhibit 14**.

17. A true and correct copy of a March 7, 2007 e-mail chain between Bankrate and LendingTree produced by Bankrate is attached as **Exhibit 15**.

18. A true and correct copy of a March 12, 2007 LendingTree e-mail chain produced by LendingTree is attached as **Exhibit 16**.

19. A true and correct copy of a February 22, 2007 Bankrate e-mail chain produced by Bankrate is attached as **Exhibit 17**.

20. A true and correct copy of the Rebuttal Expert Report of Mark Glueck, Bankrate's expert, dated November 23, 2012, is attached as **Exhibit 18**.

21. A true and correct excerpted transcript of the deposition of Norbert Mehl, dated June 15, 2011, is attached as **Exhibit 19**.

22. A true and correct copy of a document titled "Panache Privee Ltd. fund transfers to and from BanxCorp" produced by Panache Privee in response to a subpoena is attached as **Exhibit 20**.

23. A true and correct copy of a February 21, 2003 internal BanxCorp email produced by BanxCorp is attached at **Exhibit 21**.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the above statements are true and correct.

Dated: April 11, 2013

/s/ R. Scott Thompson
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